

RECORDATION NO. 10331-C FILED 1425

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INTERSTATE COMMERCE COMMISSION
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PORTLAND, OREGON 97204 3274
TELEPHONE (503) 228-2525
TELECOPY (503) 295-1058

May 2, 1994

0100207089

Direct Dial: (202)466-6532

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

RECEIVED
OFFICE OF THE
SECRETARY
MAY 2 3 27 PM '94
LICENSING BRANCH

Dear Secretary Strickland:

I have enclosed the original and one certified copy of the first document described below, and the original and five certified copies of the second document described below, to be recorded pursuant to 49 U.S.C. § 11303.

I. The first document is a Partial Lease Termination Instrument, dated April 27, 1994, a secondary document. The primary document to which this document is connected is recorded under Recordation No. 10331. We request that the Partial Lease Termination Instrument be recorded under Recordation No. 10331-C.

The names and addresses of the parties to the Partial Lease Termination Instrument are as follows:

Lessor:

Budd Financial Corporation
3155 West Big Beaver Road
Troy, MI 48007-2601

Lessee:

General Electric Railcar Services Corporation
33 West Monroe Street
Chicago, IL 60603

Counterparts
Janine S. Helgen

Honorable Sidney L. Strickland, Jr.
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A description of the equipment covered by the Partial Lease Termination Instrument consists of 23 boxcars numbered CV 600100-600109, 600111-600122, and 600124, all inclusive.

II. The second document is a Bill of Sale, dated April 27, 1994, a secondary document. The primary documents to which this document is connected are recorded under Recordation Nos. 10331, 10853, and 10854. We request that the Bill of Sale be recorded under Recordation Nos. 10331-D, 10853-D, and 10854-C.

The name and address of the party to the Bill of Sale is as follows:

Seller:

Budd Financial Corporation
3155 West Big Beaver Road
Troy, MI 48007-2601

A description of the equipment covered by the Bill of Sale consists of 23 boxcars numbered CV 600100-600109, 600111-600122, and 600124, all inclusive.

A fee of \$72.00 is enclosed. Please return the original Partial Lease Termination Instrument and the original and two certified copies of the Bill of Sale to:

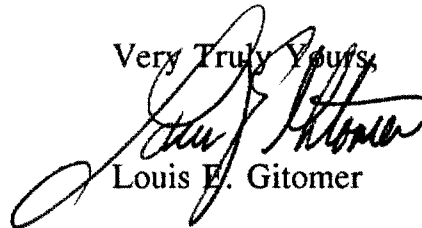
Louis E. Gitomer
Of Counsel
Ball, Janik & Novack
Suite 1035
1101 Pennsylvania Avenue, N.W.
Washington, DC 20004

A short summary of the documents to appear in the index follows: (1) a Partial Lease Termination Instrument between Budd Financial Corporation, 3155 West Big Beaver Road, Troy, MI 48007-2601, and General Electric Railcar Services Corporation, 33 West Monroe Street, Chicago, IL 60603, covering 23 boxcars numbered CV 600100-600109, 600111-600122, and 600124, all inclusive; and (2) a

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Bill of Sale by Budd Financial Corporation, 3155 West Big Beaver Road, Troy, MI
48007-2601, covering 23 boxcars numbered CV 600100-600109, 600111-600122, and
600124, all inclusive..

Very Truly Yours,

Louis E. Gitomer

Enclosures

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INTERSTATE COMMERCE COMMISSION

PARTIAL LEASE TERMINATION INSTRUMENT

The undersigned hereby certify that the Lease of Railroad Equipment, dated as of February 28, 1979 (the "Lease"), between **BUDD FINANCIAL CORPORATION** (successor in interest to Rex Railways, Inc.), as lessor, and **GENERAL ELECTRIC RAILCAR SERVICES CORPORATION** (as successor in interest to Rex Railways, Inc.), as lessee, recorded by the Interstate Commerce Commission on May 2, 1979 under Recordation Number 10331 is hereby terminated with respect to twenty three (23) boxcars described on Exhibit A hereto (the "Units") and that the Units are no longer subject to the terms of the Lease. The undersigned hereby further certify that the Lease shall continue in full force and effect with respect to the remaining twenty-four (24) boxcars subject to the Lease.

This Lease Termination Instrument is solely for the purpose of releasing the Units from the Lease and is without prejudice to any continuing rights and obligations of the parties under the Lease, as amended.

Dated: April 27, 1994.

BUDD FINANCIAL CORPORATION

By: Mark A. Gordon
Its: President

**GENERAL ELECTRIC RAILCAR
SERVICES CORPORATION**

By: _____
Its: _____

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INTERSTATE COMMERCE COMMISSION

PARTIAL LEASE TERMINATION INSTRUMENT

The undersigned hereby certify that the Lease of Railroad Equipment, dated as of February 28, 1979 (the "Lease"), between **BUDD FINANCIAL CORPORATION** (successor in interest to Rex Railways, Inc.), as lessor, and **GENERAL ELECTRIC RAILCAR SERVICES CORPORATION** (as successor in interest to Rex Railways, Inc.), as lessee, recorded by the Interstate Commerce Commission on May 2, 1979 under Recordation Number 10331 is hereby terminated with respect to twenty three (23) boxcars described on Exhibit A hereto (the "Units") and that the Units are no longer subject to the terms of the Lease. The undersigned hereby further certify that the Lease shall continue in full force and effect with respect to the remaining twenty-four (24) boxcars subject to the Lease.

This Lease Termination Instrument is solely for the purpose of releasing the Units from the Lease and is without prejudice to any continuing rights and obligations of the parties under the Lease, as amended.

Dated: April 27, 1994.

BUDD FINANCIAL CORPORATION

By: _____
Its: _____

**GENERAL ELECTRIC RAILCAR
SERVICES CORPORATION**

By: 
Its: EVP - BUS Development

State of Michigan)
County of Oakland)

On April 26, 1994 before me, Maxine M. Ward, Notary Public, personally appeared Mark A. Gordon, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Maxine M. Ward
Notary Public

MAXINE M. WARD
Notary Public, Oakland County, MI
My Commission Expires May 12, 1998

Capacity Claimed by Signer:

☐ Individual ☒ Corporate Officer President ☐ Partner ☐ Limited
☐ Attorney-in-fact ☐ Trustee ☐ Other ☐ General
Title(s)

Signer is Representing Budd Financial Corporation

State of Illinois)
County of)

On _____ before me, _____, Notary Public, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Notary Public

Capacity Claimed by Signer:

☐ Individual ☐ Corporate Officer _____ ☐ Partner ☐ Limited
☐ Attorney-in-fact ☐ Trustee _____ ☐ General
Title(s)

Signer is Representing _____

State of)
County of)

On _____ before me, _____, Notary Public, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

Notary Public

Capacity Claimed by Signer:

☐ Individual ☐ Corporate Officer _____ ☐ Partner ☐ Limited
☐ Attorney-in-fact ☐ Trustee _____ Title(s) _____ ☐ General
☐ Other _____
Signer is Representing _____

State of Illinois)
County of Cook)

On April 27, 1994 before me, Lynda Clayton, Notary Public, personally appeared Raymond L. Bachinsky, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my **OFFICIAL SEAL** seal.

Lynda Clayton
Notary Public, State of Illinois
My Commission Expires 4/8/97

Lynda Clayton
Notary Public

Capacity Claimed by Signer:

☐ Individual ☐ Corporate Officer _____ ☐ Partner ☐ Limited
☐ Attorney-in-fact ☐ Trustee _____ Title(s) _____ ☐ General
☐ Other _____
Signer is Representing _____

Exhibit A
to
Partial Lease Termination Instrument

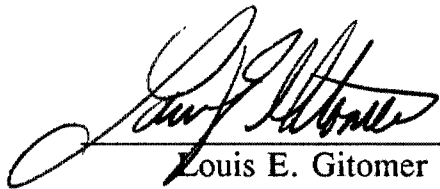
Description of Equipment

The Equipment consists of the boxcars bearing the following road numbers:

CV 600100 - 600109, inclusive;
CV 600111 - 600122, inclusive; and
CV 600124

CERTIFICATION

I, LOUIS E. GITOMER, have compared this copy to the Partial Lease Termination Instrument, dated April 27, 1994, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



Louis E. Gitomer
May 2, 1994